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August 23, 2021

VIA ECF & E-MAIL

Honorable P. Kevin Castel
United States District Court
Southern District of New York
500 Pearl Street
New York, New York 10007

Re: ***Wiklund v. Soliton Inc., et al. Case No. 1:21-cv-05386;***
Boland v. Soliton Inc., et al. Case No. 1:21-cv-05391

Dear Judge Castel,

Plaintiffs, Erik Wiklund and Ronald Boland (collectively “Plaintiffs”), joined by Defendants in the above referenced actions (the “Actions”), hereby submit this letter in advance of the Initial Pretrial Conference scheduled for August 30, 2021, at 10:30 a.m. Contemporaneous with this letter, Plaintiffs are filling a proposed Civil Case Management Plan Scheduling Order.

The Actions arose in connection with the proposed merger of Soliton, Inc. (“Soliton” or the “Company”) by and among affiliates of AbbVie Inc. (collectively, “AbbVie”) and Scout Merger Sub, Inc. (“Merger Sub”) (the “Proposed Merger”). Plaintiffs alleged violations of federal securities laws under the Securities Exchange Act of 1934 (“Exchange Act”) related to the Proxy Statement on Schedule 14A on June 15, 2021 setting a vote on July 20, 2021 (the “Proxy”). On July 15, 2021, and in advance of the Shareholder Vote, Soliton issued supplemental disclosures to the Proxy. As a result, Plaintiffs believe their initial claims were mooted and are now entitled to an award of attorneys’ fees and expenses.

Defendants have indicated their intention to file a motion to dismiss and request leave to file that motion no later than 30 days following the case management conference, with any opposition by Plaintiffs to be filed within 30 days thereafter, and any reply to be filed 15 days thereafter. Defendants have also taken the position that pursuant to the PSLRA, 15 U.S.C. §§ 78u-4(b)(3)(B), discovery shall be stayed during the pendency of any motion to dismiss. While Plaintiffs do not agree that the PSLRA discovery stay applies here to the ancillary relief requested, Plaintiffs will consent to the stay of discovery, if the Court deems it appropriate pending an order on any motion to dismiss filed by Defendants.

The parties plan to confer in good faith to try to reach a resolution in short order.

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Counsel is available should the Court have any questions.

Respectfully,

/s/ Juan E. Monteverde

Juan E. Monteverde

cc: Allison M. Wuertz, Esq. (counsel for Defendants)
Guri Ademi, Esq. (counsel for Plaintiff Ronald Boland)